

DUPLICATE

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PLAINTIFF'S  
EXHIBIT

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*I, David B. Poythress, Secretary of State of the  
State of Georgia, do hereby certify that*

"BRITISH AMERICAN INSURANCE INTERMEDIARIES, INC."

has been duly incorporated under the laws of the State of Georgia on the 22nd  
day of September 82, by the filing of articles of incorporation in the office of the  
Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true  
copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and  
affixed the seal of my office, at the Capitol, in the City of  
Atlanta, this 22nd day of September the year  
of our Lord One Thousand Nine Hundred and Eighty  
Two and of the Independence of the United States  
of America the Two Hundred and Seven.

*David B. Poythress*  
\_\_\_\_\_  
SECRETARY OF STATE, EX OFFICIO CORPORATION  
COMMISSIONER OF THE STATE OF GEORGIA



ARTICLES OF INCORPORATION OF  
BRITISH AMERICAN INSURANCE INTERMEDIARIES, INC.

I.

The name of the corporation shall be:  
BRITISH AMERICAN INSURANCE INTERMEDIARIES, INC.

II.

The corporation shall have perpetual duration.

III.

The corporation is organized pursuant to the Georgia Business Corporation Code and its general purpose is the operation of an agency for the selling, brokering, issuing and, generally, the handling of insurance contracts of all types and character; to do all things incident or necessary to such business; and in general to carry on any business not contrary to the laws of the State of Georgia, and to have and to exercise all of the power, rights and privileges conferred by the laws of the State of Georgia upon corporations organized thereunder.

IV.

The corporation shall be authorized and have the authority to issue up to 100,000 shares of common capital stock, par value, \$1.00 per share.

V.

The corporation shall not commence business until consideration of a fixed value equal to not less than \$500.00, has been received in payment for the issuance of shares of stock.

VI.

The corporation may, upon the adoption of a resolution by its Board of Directors, purchase its own shares out of its unreserved and unrestricted earned and capital surplus available therefor.

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VII.

The corporation shall be entitled to distribute a portion of its assets to its shareholders out of capital surplus available therefor.

VIII.

The initial registered agent for the corporation shall be Thomas B. Wells and the initial registered office shall be located at Suite 1500, 1800 Century Boulevard, N. E., Atlanta, Georgia <sup>Dekalb</sup> 30345.

IX.

The initial Board of Directors shall consist of three members whose names and addresses are:

Seixas G. Milner, Sr. Route 1, Green Pastures Roschton, Ga. 30548	Seixas G. Milner, Jr. 3610 I-85, N. E. Atlanta, Ga. 30302
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Frederick R. Milner  
Route 1, Green Pastures  
Roschton, Ga. 30548

X.

The incorporator shall be Thomas B. Wells, Suite 1500, 1800 Century Boulevard, N.E., Atlanta, Georgia 30345.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, on this the 15<sup>th</sup> day of September, 1982.

Thomas B. Wells  
Thomas B. Wells

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: David B. Poythress  
Secretary of State  
Ex-Officio Corporation  
Commissioner  
State of Georgia

I, Thomas B. Wells, do hereby consent to serve as registered agent  
for the corporation BRITISH AMERICAN INSURANCE INTERMEDIARIES,  
INC. This 15<sup>th</sup> day of September, 1982.

  
THOMAS B. WELLS